

000292 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
GRACE CONTAINER, SA deCV

Statement 3
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	627,667	9,896
	-----	-----
Total	627,667	9,896
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
GRACE CONTAINER, SA deCV

Statement 4
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES	-287,467	
	-----	-----
Total	-287,467	0
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
GRACE CONTAINER, SA deCV

Statement 5
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE	918,245	556,490
INCOME TAXES PAYABLE	197,373	-113,929
ACCRUED CURRENT LIABILITI	-53,354	51,236
INDEMNITIES, PENSIONS AND	-67,886	-78,120
INTER CORPORATE BAL. WITH	418,919	-154,441
-----	-----	-----
Total	1,413,297	261,236
=====	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
GRACE CONTAINER, SA deCV

Statement 6
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Subtractions (Schedule H, Line 2h)

Description	Amount
-----	-----
Other Net Subtractions	3

Total	3
	=====

000811 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

File In Duplicate(see **When and
Where To File** in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

A Identifying number

65-0773649

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

B Category of filer (See page 2 of the instructions. Check applicable
box(es)):(1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

C Enter the total percentage of voting stock of the foreign corporation

you owned at the end of its annual accounting period 100%

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶ Mexican Peso

1a Name and address of foreign corporationW. R. GRACE HOLDINGS
AV ISIDRO FABELA S/N, SANTIAGO TIANGUISTENCO
ESTADO DE MEXICO**b Employer identification number, if any****c Country under whose laws incorp.**
MEXICO**d Date of incorporation**

1/30/98

e Principal place of business

MEXICO

**f Principal business activity
code number (NEW)**

325900

g Principal business activity
OTHER CHEMICAL
PRODUCT MFG**2 Provide the following information for the foreign corporation's accounting period stated above.****a Name, address, and identifying number of branch office or agent
(if any) in the United States****b If a U.S. income tax return was filed, please show:**

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c Name and address of foreign corporation's statutory or resident
agent in country of incorporation****d Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different**

G HUERTA

Schedule A Stock of the Foreign Corporation**Part I — ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
SHARES	7,322,281	7,322,281

Part II — Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form **5471** (Rev. 1-99)

CAA 9 54711 NTF 20510

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Schedule B	U.S. Shareholders of Foreign Corporation (See page 4 of the instructions.)
-------------------	---

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W. R. GRACE & CO. - CONN. 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	SHARES	7,322,281	7,322,281	
*A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W. R. GRACE & CO.				

Schedule C	Income Statement (See page 4 of the instructions.)
-------------------	---

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	1a Gross receipts or sales	1a 64,602,535.	6,823,320.
	b Returns and allowances	1b 1,014,391.	107,140.
	c Subtract line 1b from line 1a	1c 63,588,144.	6,716,180.
	2 Cost of goods sold	2 40,326,638.	4,259,300.
	3 Gross profit (subtract line 2 from line 1c)	3 23,261,506.	2,456,880.
	4 Dividends	4	
	5 Interest	5 -5,505,978.	-581,542.
	6 Gross rents, royalties, and license fees	6	
	7 Net gain or (loss) on sale of capital assets	7	
8 Other income (attach schedule) SEE STATEMENT 1.	8 210,451.	22,228.	
9 Total income (add lines 3 through 8)	9 17,965,979.	1,897,566.	
Deductions	10 Compensation not deducted elsewhere	10	
	11 Rents, royalties, and license fees	11 178,280.	18,830.
	12 Interest	12 39,672.	4,190.
	13 Depreciation not deducted elsewhere	13 268,998.	28,412.
	14 Depletion	14	
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15 17,187.	1,815.
	16 Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes) SEE STATEMENT 2.	16 29,183,158.	3,082,327.
	17 Total deductions (add lines 10 through 16)	17 29,687,295.	3,135,574.
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18 -11,721,316.	-1,238,008.
	19 Extraordinary items and prior period adjustments (see instructions)	19	
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20 5,427,642.	573,267.
	21 Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21 -17,148,958.	-1,811,275.

000811 08/29/2001W. R. GRACE & CO. & SUBSIDIARIES

W. R. GRACE HOLDINGS

65-0773649

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Page 3

Schedule E **Income, War Profits, and Excess Profits Taxes Paid or Accrued** (See page 4 of instructions.)

(a) Name of country or U.S. possession	Amount of tax		
	(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1 U.S.			
2 Mexico	1,383,188.	0.1057080	146,214.
3			
4			
5			
6			
7			
8 Total			146,214.

Schedule F **Balance Sheet**

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1 Cash		1 153,061.	72,016.
2a Trade notes and accounts receivable		2a 1,704,899.	1,818,685.
b Less allowance for bad debts		2b (-214,280.)	(-369,619.)
3 Inventories		3 389,468.	829,610.
4 Other current assets (attach schedule)	SEE STATEMENT 3	4 196,487.	0.
5 Loans to stockholders and other related persons		5	
6 Investment in subsidiaries (attach schedule)		6 10,922,703.	10,536,737.
7 Other investments (attach schedule)	SEE STATEMENT 4	7 0.	0.
8a Buildings and other depreciable assets		8a 201,498.	1,008,984.
b Less accumulated depreciation		8b (-46,107.)	(-73,683.)
9a Depletable assets		9a	
b Less accumulated depletion		9b ()	()
10 Land (net of any amortization)		10 165,178.	163,275.
11 Intangible assets:			
a Goodwill		11a	
b Organization costs		11b	
c Patents, trademarks, and other intangible assets		11c	
d Less accumulated amortization for lines 11a, b, and c		11d ()	()
12 Other assets (attach schedule)	SEE STATEMENT 5	12 30,003.	56,549.
13 Total assets		13 13,931,470.	14,781,792.
Liabilities and Stockholders' Equity			
14 Accounts payable		14 162,690.	361,897.
15 Other current liabilities (attach schedule)	SEE STATEMENT 6	15 -6,092,675.	2,916,784.
16 Loans from stockholders and other related persons		16 18,964,763.	14,403,100.
17 Other liabilities (attach schedule)		17 0.	0.
18 Capital stock:			
a Preferred stock		18a	
b Common stock		18b 774,024.	765,105.
19 Paid-in or capital surplus (attach reconciliation)		19 0.	
20 Retained earnings		20 122,668.	-3,665,094.
21 Less cost of treasury stock		21 ()	()
22 Total liabilities and stockholders' equity		22 13,931,470.	14,781,792.
Does the foreign corporation have an interest in a partnership or trust?		Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	

CAA 9 54713 NTF 20512

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000811 08/29/2001 W. R. GRACE & CO. & SUBSIDIARIES

Form 5471 (Rev. 1-99)

W. R. GRACE HOLDINGS

65-0773649

Page 4

Schedule H **Current Earnings and Profits** (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

1	Current year net income or (loss) per foreign books of account.	1	-17,148,958.
2	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		Net Additions	Net Subtractions
a	Capital gains or losses		
b	Depreciation and amortization		
c	Depletion		
d	Investment or incentive allowance		
e	Charges to statutory reserves.		
f	Inventory adjustments		
g	Taxes	4,044,454.	
h	Other (attach schedule)	0.	1. SEE STMT. 7
3	Total net additions	4,044,454.	
4	Total net subtractions		1.
5a	Current earnings and profits (line 1 plus line 3 minus line 4)		5a -13,104,505.
b	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)		5b
c	Combine lines 5a and 5b		5c -13,104,505.
d	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)		5d -1,384,098.
	Enter exchange rate used for line 5d ▶		0.1056200

Schedule I **Summary of Shareholder's Income From Foreign Corporation** (See page 5 of the instructions.)

1	Subpart F income (line 40b, Worksheet A in the instructions)	1	
2	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2	
3	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3	
4	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4	
5	Factoring income	5	
6	Total of lines 1 through 5. Enter here and on your income tax return	6	0.
7	Dividends received (translated at spot rate on payment date under section 989(b)(1))	7	
8	Exchange gain or (loss) on a distribution of previously taxed income.	8	

- Was any income of the foreign corporation blocked? Yes ☐ No ☒
- Did any become unblocked during the tax year (see section 964(b))? Yes ☐ No ☒

If the answer to either question is "Yes," attach an explanation.

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**SCHEDULE J
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE HOLDINGS

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
1 Balance at beginning of year	5,225,233.	12,874.				5,238,107.
2a Current year E&P						
b Current year deficit in E&P	13,104,505.					
3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	-7,879,272.	12,874.				
4 Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
5a Actual distributions or reclassifications of previously taxed E&P						
b Actual distributions of nonpreviously taxed E&P						
6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	-7,879,272.	12,874.				
7 Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	-7,879,272.	12,874.	0.	0.	0.	-7,866,398.

For Paperwork Reduction Act Notice, see page 1 of the separate Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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000811 08/29/2001

**SCHEDULE M
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and
Shareholders or Other Related Persons**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE HOLDINGS

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ► Mexican Peso 0.1056200

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade (inventory)			2,608.		
2 Sales of property rights (patents, trademarks, etc.)					
3 Compensation received for technical, managerial, engineering, construction, or like services.					
4 Commissions received					
5 Rents, royalties, and license fees received.					
6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income).					
7 Interest received			529,919.		
8 Premiums received for insurance or reinsurance.					
9 Add lines 1 through 8	0.	0.	532,527.	0.	0.
10 Purchases of stock in trade (inventory)	2,370,340.		112,960.		
11 Purchases of tangible property other than stock in trade					
12 Purchases of property rights (patents, trademarks, etc.)					
13 Compensation paid for technical, managerial, engineering, construction, or like services.	1,097.		839,243.		
14 Commissions paid.					
15 Rents, royalties, and license fees paid					
16 Dividends paid					
17 Interest paid	1,136,099.				
18 Add lines 10 through 17	3,507,536.	0.	952,203.	0.	0.
19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . .			5,539,340.		
20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions . .	20,880,442.				

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 1
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	210,451	22,228
	-----	-----
Total	210,451	22,228
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 2
65-0773649

Tax Year Ended 12/31/2000

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Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	155,130	16,385
ADVERTISING	154,422	16,310
GENERAL STATIONARY AND SU	78,599	8,302
TELEPHONE COMMUNICATIONS	221,359	23,380
OPERATING COSTS	443,531	46,846
REPAIRS AND MAINTENANCE	56,217	5,938
INSURANCE	89,808	9,486
SERVICE CHARGES	144,555	15,268
EXPENSE TRANSFERS	12,086,891	1,276,617
OTHER DEDUCTIONS	7,882,917	832,594
INTER CORP. - OTHER EXP.	7,869,729	831,201
Total	29,183,158	3,082,327

000811 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 3
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	196,487	
	-----	-----
Total	196,487	0
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 4
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
-----	0	0
	-----	-----
Total	0	0
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 5
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES	30,003	504
NON CURRENT DEFERRED TAXE		56,045
	-----	-----
Total	30,003	56,549
	=====	=====

000811 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 6
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
ACCEPTANCE PAYABLE	89,176	258,031
INCOME TAXES PAYABLE	372,065	76,593
ACCRUED CURRENT LIABILITI	-1,969,219	-10,918
INTER CORPORATE BAL. WITH	-4,584,697	2,368,897
DEFERRED INCOME		224,181
Total	-6,092,675	2,916,784

=====

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W. R. GRACE & CO. & SUBSIDIARIES
W. R. GRACE HOLDINGS

Statement 7
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Subtractions (Schedule H, Line 2h)

Description	Amount
-----	-----
Other Net Subtractions	1

Total	1
	=====

000D24 08/29/2001

FILED PURSUANT TO REV. PROC. 92-70 FOR DORMANT FOREIGN CORPORATIONS

Form **5471**
(Rev. January 1999)

Department of the Treasury
Internal Revenue Service

**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**
▶ See separate instructions.

OMB No. 1545-0704
File in Duplicate
(see **When and
Where To File** in the
instructions)

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

Name of person filing this return
W. R. GRACE & CO. & SUBSIDIARIES

A Identifying number
65-0773649

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)
5400 BROKEN SOUND BLVD. - SUITE 300

B Category of filer (See page 2 of the instructions. Check applicable
box(es)): (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒

City or town, state, and ZIP code
BOCA RATON, FL 33487

**C Enter the total percentage of voting stock of the foreign corporation
you owned at the end of its annual accounting period** 100%

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶

1a Name and address of foreign corporation
AMICON B.V. (NETHERLANDS)
ESSEBOAN 19 A/B 2980 LJ CAPPELLE AAN DEN IJSSEL
ROTTERDAM NETHERLANDS

b Employer identification number, if any

c Country under whose laws incorp.
NETHERLANDS

d Date of incorporation 2/23/68

e Principal place of business NETHERLANDS

f Principal business activity code number (NEW)

g Principal business activity

2 Provide the following information for the foreign corporation's accounting period stated above.

a Name, address, and identifying number of branch office or agent (if any) in the United States
NONE

b If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)

c Name and address of foreign corporation's statutory or resident agent in country of incorporation

d Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different

Schedule A Stock of the Foreign Corporation**Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON		

Part II -- Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form **5471** (Rev. 1-99)

CAA 9 54711 NTF 20510

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Form **5471**

(Rev. January 1999)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

File in Duplicate(see **When and
Where To File** in the
instructions)

Name of person filing this return W. R. GRACE & CO. & SUBSIDIARIES		A Identifying number 65-0773649
Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address) 5400 BROKEN SOUND BLVD. - SUITE 300		B Category of filer (See page 2 of the instructions. Check applicable box(es):) (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4) <input checked="" type="checkbox"/> (5) <input checked="" type="checkbox"/>
City or town, state, and ZIP code BOCA RATON, FL 33487		C Enter the total percentage of voting stock of the foreign corporation you owned at the end of its annual accounting period 100%
Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000		

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.Enter the foreign corporation's functional currency ▶ **Netherlands Guilder**

1a Name and address of foreign corporation DENAC NEDERLAND B.V. CHASSEVELD 9 4811 DH BREDA, THE NETHERLANDS		b Employer identification number, if any
		c Country under whose laws incorp. NETHERLANDS
d Date of incorporation 7/12/78	e Principal place of business NETHERLANDS	f Principal business activity code number (NEW) 325900
		g Principal business activity OTHER CHEMICAL PRODUCT MFG

2 Provide the following information for the foreign corporation's accounting period stated above.

a Name, address, and identifying number of branch office or agent (if any) in the United States	b If a U.S. income tax return was filed, please show:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
c Name and address of foreign corporation's statutory or resident agent in country of incorporation	d Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different L BRYANT	

Schedule A Stock of the Foreign Corporation**Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
ORDINARY	700	700

Part II -- Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

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Form 5471 (Rev. 1-99)

Schedule B	U.S. Shareholders of Foreign Corporation (See page 4 of the instructions.)
-------------------	---

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W. R. GRACE & CO. - CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	ORDINARY	700	700	
*A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W. R. GRACE & CO.				

Schedule C **Income Statement** (See page 4 of the instructions.)

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	1a Gross receipts or sales	1a 1,359,629.	566,707.
	b Returns and allowances	1b 90,000.	37,513.
	c Subtract line 1b from line 1a	1c 1,269,629.	529,194.
	2 Cost of goods sold	2 696,547.	290,327.
	3 Gross profit (subtract line 2 from line 1c).	3 573,082.	238,867.
	4 Dividends	4	
	5 Interest	5 -8,334.	-3,474.
	6 Gross rents, royalties, and license fees	6	
	7 Net gain or (loss) on sale of capital assets	7	
8 Other income (attach schedule) SEE STATEMENT 1.	8 2,650.	1,105.	
9 Total income (add lines 3 through 8).	9 567,398.	236,498.	
Deductions	10 Compensation not deducted elsewhere	10 262,091.	109,242.
	11 Rents, royalties, and license fees	11 56,431.	23,521.
	12 Interest	12	
	13 Depreciation not deducted elsewhere	13	
	14 Depletion.	14	
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15	
	16 Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes) SEE STATEMENT 2.	16 -250,589.	-104,448.
	17 Total deductions (add lines 10 through 16).	17 67,933.	28,315.
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18 499,465.	208,183.
	19 Extraordinary items and prior period adjustments (see instructions)	19	
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20 -54,273.	-22,622.
	21 Current year net income or (loss) per books (line 18 plus line 19 minus line 20).	21 553,738.	230,805.

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DENAC NEDERLAND B.V.

65-0773649

Form 5471 (Rev. 1-99)

Page 3

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See page 4 of instructions.)

(a) Name of country or U.S. possession	Amount of tax		
	(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1 U.S.			
2 NETHERLANDS			0.
3			
4			
5			
6			
7			
8 Total			0.

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1 Cash	1	523,237.	634,826.
2a Trade notes and accounts receivable	2a	48,529.	45,564.
b Less allowance for bad debts	2b	(-695.)	(-714.)
3 Inventories	3		
4 Other current assets (attach schedule)	4	-2,482.	4,101.
5 Loans to stockholders and other related persons	5		
6 Investment in subsidiaries (attach schedule)	6		
7 Other investments (attach schedule)	7	873,700.	803,653.
8a Buildings and other depreciable assets	8a		
b Less accumulated depreciation	8b	()	()
9a Depletable assets	9a		
b Less accumulated depletion	9b	()	()
10 Land (net of any amortization)	10		
11 Intangible assets:			
a Goodwill	11a	1,720,185.	1,582,275.
b Organization costs	11b		
c Patents, trademarks, and other intangible assets	11c		
d Less accumulated amortization for lines 11a, b, and c	11d	(1,720,185.)	(1,582,275.)
12 Other assets (attach schedule)	12	0.	0.
13 Total assets	13	1,443,679.	1,488,858.
Liabilities and Stockholders' Equity			
14 Accounts payable	14	1,838.	6,807.
15 Other current liabilities (attach schedule)	15	336,187.	221,693.
16 Loans from stockholders and other related persons	16		-16,878.
17 Other liabilities (attach schedule)	17	-89,106.	-55,380.
18 Capital stock:			
a Preferred stock	18a		
b Common stock	18b		
19 Paid-in or capital surplus (attach reconciliation)	19	1,273,823.	1,171,699.
20 Retained earnings	20	-79,063.	160,917.
21 Less cost of treasury stock	21	()	()
22 Total liabilities and stockholders' equity	22	1,443,679.	1,488,858.
Does the foreign corporation have an interest in a partnership or trust?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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DENAC NEDERLAND B.V.

65-0773649

Form 5471 (Rev. 1-99)

Page 4

Schedule H Current Earnings and Profits (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

1	Current year net income or (loss) per foreign books of account.	1	553,738.
2	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		Net Additions	Net Subtractions
a	Capital gains or losses		
b	Depreciation and amortization		
c	Depletion		
d	Investment or incentive allowance		
e	Charges to statutory reserves		
f	Inventory adjustments		
g	Taxes		54,273.
h	Other (attach schedule)	0.	1. SEE STMT. 7
3	Total net additions	0.	
4	Total net subtractions		54,274.
5a	Current earnings and profits (line 1 plus line 3 minus line 4)	5a	499,464.
b	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)	5b	
c	Combine lines 5a and 5b	5c	499,464.
d	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)	5d	208,182.
	Enter exchange rate used for line 5d ▶		0.4168100

Schedule I Summary of Shareholder's Income From Foreign Corporation (See page 5 of the instructions.)

1	Subpart F income (line 40b, Worksheet A in the instructions)	1	
2	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2	
3	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3	
4	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4	
5	Factoring income	5	
6	Total of lines 1 through 5. Enter here and on your income tax return	6	0.
7	Dividends received (translated at spot rate on payment date under section 989(b)(1))	7	
8	Exchange gain or (loss) on a distribution of previously taxed income	8	

• Was any income of the foreign corporation blocked? ☐ Yes ☒ No
 • Did any become unblocked during the tax year (see section 964(b))? ☐ Yes ☒ No

If the answer to either question is "Yes," attach an explanation.

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**SCHEDULE J
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

DENAC NEDERLAND B.V.

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
1 Balance at beginning of year	1,080,032.	880,638.				1,960,670.
2a Current year E&P	499,464.					
b Current year deficit in E&P						
3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	1,579,496.	880,638.				
4 Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
5a Actual distributions or reclassifications of previously taxed E&P						
b Actual distributions of nonpreviously taxed E&P						
6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	1,579,496.	880,638.				
7 Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	1,579,496.	880,638.	0.	0.	0.	2,460,134.

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Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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SCHEDULE M
(Form 5471)
 (Rev. January 1999)
 Department of the Treasury
 Internal Revenue Service

**Transactions Between Controlled Foreign Corporation and
 Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

DENAC NEDERLAND B.V.

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ Netherlands Guilder 0.4168100

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade (inventory)					
2 Sales of property rights (patents, trademarks, etc.)					
3 Compensation received for technical, managerial, engineering, construction, or like services			206,721.		
4 Commissions received					
5 Rents, royalties, and license fees received					
6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income).					
7 Interest received					
8 Premiums received for insurance or reinsurance					
9 Add lines 1 through 8	0.	0.	206,721.	0.	0.
10 Purchases of stock in trade (inventory)			278,288.		
11 Purchases of tangible property other than stock in trade					
12 Purchases of property rights (patents, trademarks, etc.)					
13 Compensation paid for technical, managerial, engineering, construction, or like services					
14 Commissions paid					
15 Rents, royalties, and license fees paid					
16 Dividends paid					
17 Interest paid					
18 Add lines 10 through 17	0.	0.	278,288.	0.	0.
19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . .			126,030.		
20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . .					

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 1
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	2,650	1,105
	-----	-----
Total	2,650	1,105
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 2
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	196,303	81,821
GENERAL STATIONARY AND SU	3,254	1,356
TELEPHONE COMMUNICATIONS	32,623	13,598
EXPENSE TRANSFERS	-492,076	-205,102
OTHER DEDUCTIONS	9,307	3,879
Total	-250,589	-104,448

=====

000416 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 3
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	-2,482	4,101
	-----	-----
Total	-2,482	4,101
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 4
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
INVEST. IN CONSOL. SUBS	757,652	696,909
MISCELLANEOUS INVESTMENTS	116,048	106,744
Total	873,700	803,653

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 5
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE	8,675	18,082
INCOME TAXES PAYABLE	247,106	168,466
ACCRUED CURRENT LIABILITI	46,778	53,210
INTER CORPORATE BAL. WITH	33,628	-18,065
	-----	-----
Total	336,187	221,693
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 6
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 17 -- Other Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
NON CURRENT DEFERRED TAX	-89,106	-55,380
	-----	-----
Total	-89,106	-55,380
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES
DENAC NEDERLAND B.V.

Statement 7
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Subtractions (Schedule H, Line 2h)

Description	Amount
-----	-----
Other Net Subtractions	1

Total	1
	=====

000740 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

File in Duplicate(see **When and
Where To File** in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

A Identifying number

65-0773649

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

B Category of filer (See page 2 of the instructions. Check applicable
box(es)): (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

C Enter the total percentage of voting stock of the foreign corporation
you owned at the end of its annual accounting period 100%

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶ Netherlands Guilder

1a Name and address of foreign corporationSTORM VAN BENTEM
C/O J.M.P. DE BIESTRAAT 24
1827PA ALKMAAR, THE NETHERLANDS**b** Employer identification number, if any**c** Country under whose laws incorp.
NETHERLANDS**d** Date of incorporation

7/1/55

e Principal place of business

NETHERLANDS

f Principal business activity
code number (NEW)

325900

g Principal business activity
OTHER CHEMICAL
PRODUCT MFG**2** Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent
(if any) in the United States

NONE

b If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c** Name and address of foreign corporation's statutory or resident
agent in country of incorporation**d** Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different

H C DETTMER

Schedule A Stock of the Foreign Corporation**Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	78	78

Part II -- Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

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Form **5471** (Rev. 1-99)

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Schedule B	U.S. Shareholders of Foreign Corporation (See page 4 of the instructions.)
-------------------	---

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R.GRACE & CO. - CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	COMMON	78	78	
*A WHOLLY OWNED SUBSIDIARY OF W.R. GRACE & CO.				

Schedule C	Income Statement (See page 4 of the instructions.)
-------------------	---

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	1a Gross receipts or sales	1a	
	b Returns and allowances	1b	
	c Subtract line 1b from line 1a	1c	0. 0.
	2 Cost of goods sold	2	
	3 Gross profit (subtract line 2 from line 1c)	3	0. 0.
	4 Dividends	4	
	5 Interest	5	44,909. 18,719.
	6 Gross rents, royalties, and license fees	6	
	7 Net gain or (loss) on sale of capital assets	7	
8 Other income (attach schedule)	8	0. 0.	
9 Total income (add lines 3 through 8)	9	44,909. 18,719.	
Deductions	10 Compensation not deducted elsewhere	10	25,539. 10,645.
	11 Rents, royalties, and license fees	11	
	12 Interest	12	
	13 Depreciation not deducted elsewhere	13	
	14 Depletion	14	
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15	
	16 Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes) SEE. STATEMENT. 1	16	-25,538. -10,645.
	17 Total deductions (add lines 10 through 16)	17	1. 0.
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18	44,908. 18,719.
	19 Extraordinary items and prior period adjustments (see instructions)	19	
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20	2,188,801. 912,314.
	21 Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21	-2,143,893. -893,595.

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STORM VAN BENTEM

65-0773649

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Page 3

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See page 4 of instructions.)

(a) Name of country or U.S. possession	Amount of tax		
	(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1 U.S.			
2 NETHERLANDS	13,473.	0.4168100	5,616.
3			
4			
5			
6			
7			
8 Total			5,616.

Schedule F Balance Sheet**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1 Cash	1	232,300.	125,049.
2a Trade notes and accounts receivable	2a		
b Less allowance for bad debts	2b	(-102.)	(-2,291.)
3 Inventories	3		
4 Other current assets (attach schedule)	4	25.	0.
5 Loans to stockholders and other related persons	5		
6 Investment in subsidiaries (attach schedule)	6		
7 Other investments (attach schedule)	7	0.	0.
8a Buildings and other depreciable assets	8a		
b Less accumulated depreciation	8b	()	()
9a Depletable assets	9a		
b Less accumulated depletion	9b	()	()
10 Land (net of any amortization)	10		
11 Intangible assets:			
a Goodwill	11a		
b Organization costs	11b		
c Patents, trademarks, and other intangible assets	11c		
d Less accumulated amortization for lines 11a, b, and c	11d	()	()
12 Other assets (attach schedule)	12	0.	0.
13 Total assets	13	232,427.	127,340.
Liabilities and Stockholders' Equity			
14 Accounts payable	14		12,196.
15 Other current liabilities (attach schedule)	15	-649,853.	208,083.
16 Loans from stockholders and other related persons	16	-458,716.	-421,940.
17 Other liabilities (attach schedule)	17	0.	0.
18 Capital stock:			
a Preferred stock	18a		
b Common stock	18b	17,890.	16,456.
19 Paid-in or capital surplus (attach reconciliation)	19	739,762.	680,454.
20 Retained earnings	20	583,344.	-367,909.
21 Less cost of treasury stock	21	()	()
22 Total liabilities and stockholders' equity	22	232,427.	127,340.

Does the foreign corporation have an interest in a partnership or trust? ☐ Yes ☒ No

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STORM VAN BENTEM

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Page 4

Schedule H Current Earnings and Profits (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

1	Current year net income or (loss) per foreign books of account.	1	-2,143,893.
2	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		Net Additions	Net Subtractions
a	Capital gains or losses		
b	Depreciation and amortization		
c	Depletion		
d	Investment or incentive allowance		
e	Charges to statutory reserves		
f	Inventory adjustments		
g	Taxes	2,175,328.	
h	Other (attach schedule) SEE STATEMENT 4	1.	0.
3	Total net additions	2,175,329.	
4	Total net subtractions		0.
5a	Current earnings and profits (line 1 plus line 3 minus line 4)		31,436.
b	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)		
c	Combine lines 5a and 5b		31,436.
d	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)		13,103.
	Enter exchange rate used for line 5d ▶		0.4168100

Schedule F Summary of Shareholder's Income From Foreign Corporation (See page 5 of the instructions.)

1	Subpart F income (line 40b, Worksheet A in the instructions)	1	
2	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2	
3	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3	
4	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4	
5	Factoring income	5	
6	Total of lines 1 through 5. Enter here and on your income tax return	6	0.
7	Dividends received (translated at spot rate on payment date under section 989(b)(1))	7	
8	Exchange gain or (loss) on a distribution of previously taxed income	8	

- Was any income of the foreign corporation blocked? Yes ☐ No ☒
- Did any become unblocked during the tax year (see section 964(b))? Yes ☐ No ☒
- If the answer to either question is "Yes," attach an explanation.

CAA 9 54714 NTF 20513

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000740 08/29/2001

**SCHEDULE J
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

STORM VAN BENTEM

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
1 Balance at beginning of year	-1,250,228.					-1,250,228.
2a Current year E&P	31,436.					
b Current year deficit in E&P						
3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	-1,218,792.					
4 Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
5a Actual distributions or reclassifications of previously taxed E&P						
b Actual distributions of nonpreviously taxed E&P						
6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	-1,218,792.	0.				
7 Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	-1,218,792.	0.	0.	0.	0.	-1,218,792.

For Paperwork Reduction Act Notice, see page 1 of the separate Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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000740 08/29/2001

**SCHEDULE M
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and
Shareholders or Other Related Persons**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

STORM VAN BENTEM

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ► Netherlands Guilder 0.4168100

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade (inventory)					
2 Sales of property rights (patents, trademarks, etc.)					
3 Compensation received for technical, managerial, engineering, construction, or like services.					
4 Commissions received					
5 Rents, royalties, and license fees received.					
6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income).					
7 Interest received			9,941.		
8 Premiums received for insurance or reinsurance.					
9 Add lines 1 through 8	0.	0.	9,941.	0.	0.
10 Purchases of stock in trade (inventory)					
11 Purchases of tangible property other than stock in trade					
12 Purchases of property rights (patents, trademarks, etc.)					
13 Compensation paid for technical, managerial, engineering, construction, or like services.					
14 Commissions paid.					
15 Rents, royalties, and license fees paid					
16 Dividends paid					
17 Interest paid					
18 Add lines 10 through 17	0.	0.	0.	0.	0.
19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . .					
20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . .			458,561.		

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

CAA 9 5471M1 NTF 20515A

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000740 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
STORM VAN BENTEM

Statement 1
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
-----	-----	-----
PROFESSIONAL, CORPORATION	45,345	18,900
TELEPHONE COMMUNICATIONS	6,255	2,607
EXPENSE TRANSFERS	-77,138	-32,152
	-----	-----
Total	-25,538	-10,645
	=====	=====

000740 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
STORM VAN BENTEM

Statement 2
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	25	
	-----	-----
Total	25	0
	=====	=====

000740 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
STORM VAN BENTEM

Statement 3
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
INCOME TAXES PAYABLE	-951,187	-5,186
ACCRUED CURRENT LIABILITI	250,743	203,512
OTHER CURRENT LIABILITIES	70,262	
INTRA CORPORATE	119	
INTER CORPORATE BAL. WITH	-19,790	9,757
Total	-649,853	208,083

000740 08/29/2001
W. R. GRACE & CO. & SUBSIDIARIES
STORM VAN BENTEM

Statement 4
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Additions (Schedule H, Line 2h)

Description	Amount
-----	-----
Adj. T/B to agree with GAAP income	1

Total	1
	=====

000641 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

File in Duplicate(see **When and
Where To File** in the
instructions)

Name of person filing this return

W. R. GRACE & CO. & SUBSIDIARIES

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

City or town, state, and ZIP code

BOCA RATON, FL 33487

A Identifying number

65-0773649

B Category of filer (See page 2 of the instructions. Check applicable
box(es)):(1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒**C** Enter the total percentage of voting stock of the foreign corporation

you owned at the end of its annual accounting period 100.000000 %

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶ U.S. Dollar

1a Name and address of foreign corporation

W.R. GRACE N.V. (NETH.)

DE RUYTERKADE 62,

CURACAO, NETHERLANDS ANTILLES

b Employer identification number, if any**c** Country under whose laws incorp.

NETHERLANDS ANTILLES

d Date of incorporation

07/10/80

e Principal place of business

NETHERLANDS ANTILLES

f Principal business activity
code number (NEW)**g** Principal business activity

INACTIVE

2 Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent
(if any) in the United States

NONE

b If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid
(after all credits)**c** Name and address of foreign corporation's statutory or resident
agent in country of incorporation**d** Name and address (including corporate department, if applicable) of
person (or persons) with custody of books & records of the foreign
corporation, and the location of such books and records, if different

CORP. ACCOUNTING, C/O W.R. GRACE & CO.

Schedule A Stock of the Foreign Corporation**Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	200	200

Part II -- Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.Form **5471** (Rev. 1-99)

CAA 9 54711 NTF 20510

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Form 5471 (Rev. 1-99)

Schedule B	U.S. Shareholders of Foreign Corporation (See page 4 of the instructions.)
-------------------	---

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R. GRACE & CO-CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	COMMON	200	200	
*A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W.R. GRACE & CO.				

Schedule C	Income Statement (See page 4 of the instructions.)
-------------------	---

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	1a Gross receipts or sales	1a	
	b Returns and allowances	1b	
	c Subtract line 1b from line 1a	1c	0 . 0 .
	2 Cost of goods sold	2	
	3 Gross profit (subtract line 2 from line 1c)	3	0 . 0 .
	4 Dividends	4	
	5 Interest	5	
	6 Gross rents, royalties, and license fees	6	
	7 Net gain or (loss) on sale of capital assets	7	
8 Other income (attach schedule)	8	0 . 0 .	
9 Total income (add lines 3 through 8)	9	0 . 0 .	
Deductions	10 Compensation not deducted elsewhere	10	
	11 Rents, royalties, and license fees	11	
	12 Interest	12	
	13 Depreciation not deducted elsewhere	13	
	14 Depletion	14	
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15	
	16 Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes)	16	0 . 0 .
17 Total deductions (add lines 10 through 16)	17	0 . 0 .	
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18	0 . 0 .
	19 Extraordinary items and prior period adjustments (see instructions)	19	
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20	
	21 Current year net income or (loss) per books (line 18 plus line 19 minus line 20)	21	0 . 0 .

000641 08/29/2001W. R. GRACE & CO. & SUBSIDIARIES

W.R. GRACE N.V. (NETH.)

65-0773649

Form 5471 (Rev. 1-99)

Page 3

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (See page 4 of instructions.)

(a) Name of country or U.S. possession		Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1	U.S.			
2	NETHERLANDS ANTILLES			0.
3				
4				
5				
6				
7				
8	Total			0.

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	1	
2a	Trade notes and accounts receivable	2a	
b	Less allowance for bad debts	2b	() ()
3	Inventories	3	
4	Other current assets (attach schedule)	4	0. 0.
5	Loans to stockholders and other related persons	5	81,570,108. 0.
6	Investment in subsidiaries (attach schedule)	6	
7	Other investments (attach schedule)	7	0. 0.
8a	Buildings and other depreciable assets	8a	
b	Less accumulated depreciation	8b	() ()
9a	Depletable assets	9a	
b	Less accumulated depletion	9b	() ()
10	Land (net of any amortization)	10	
11	Intangible assets:		
a	Goodwill	11a	
b	Organization costs	11b	
c	Patents, trademarks, and other intangible assets	11c	
d	Less accumulated amortization for lines 11a, b, and c	11d	() ()
12	Other assets (attach schedule)	12	0. 0.
13	Total assets	13	81,570,108. 0.
Liabilities and Stockholders' Equity			
14	Accounts payable	14	
15	Other current liabilities (attach schedule) SEE STATEMENT 1	15	58,548. 0.
16	Loans from stockholders and other related persons	16	
17	Other liabilities (attach schedule)	17	0. 0.
18	Capital stock:		
a	Preferred stock	18a	
b	Common stock	18b	20,000.
19	Paid-in or capital surplus (attach reconciliation)	19	76,980,000. 0.
20	Retained earnings	20	4,511,560.
21	Less cost of treasury stock	21	() ()
22	Total liabilities and stockholders' equity	22	81,570,108. 0.

Does the foreign corporation have an interest in a partnership or trust? Yes ☐ No ☒

CAA 9 54713 NTF 20512

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W.R. GRACE N.V. (NETH.)

65-0773649

Form 5471 (Rev. 1-99)

Page 4

Schedule H Current Earnings and Profits (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

1	Current year net income or (loss) per foreign books of account	1	
2	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		Net Additions	Net Subtractions
a	Capital gains or losses		
b	Depreciation and amortization		
c	Depletion		
d	Investment or incentive allowance		
e	Charges to statutory reserves		
f	Inventory adjustments		
g	Taxes		
h	Other (attach schedule)	0 .	0 .
3	Total net additions	0 .	
4	Total net subtractions		0 .
5a	Current earnings and profits (line 1 plus line 3 minus line 4)	5a	0 .
b	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)	5b	
c	Combine lines 5a and 5b	5c	0 .
d	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)	5d	0 .
	Enter exchange rate used for line 5d ►		1.0000000

Schedule I Summary of Shareholder's Income From Foreign Corporation (See page 5 of the instructions.)

1	Subpart F income (line 40b, Worksheet A in the instructions)	1	
2	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2	
3	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3	
4	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4	
5	Factoring income	5	
6	Total of lines 1 through 5. Enter here and on your income tax return	6	0 .
7	Dividends received (translated at spot rate on payment date under section 989(b)(1))	7	
8	Exchange gain or (loss) on a distribution of previously taxed income	8	

- Was any income of the foreign corporation blocked? Yes ☐ No ☒
- Did any become unblocked during the tax year (see section 964(b))? Yes ☐ No ☒

If the answer to either question is "Yes," attach an explanation.

CAA 9 54714 NTF 20513

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000641 08/29/2001

**SCHEDULE J
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R. GRACE N.V. (NETH.)

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
1 Balance at beginning of year	- 3,542,613.				11,609,277.	8,066,664.
2a Current year E&P						
b Current year deficit in E&P						
3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	- 3,542,613.					
4 Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
5a Actual distributions or reclassifications of previously taxed E&P					11,609,277.	
b Actual distributions of nonpreviously taxed E&P	- 3,542,613.					
6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	0.	0.				
7 Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	0.	0.	0.	0.	0.	0.

For Paperwork Reduction Act Notice, see page 1 of the separate Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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000641 08/29/2001

**SCHEDULE M
(Form 5471)**(Rev. January 1999)
Department of the Treasury
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and
Shareholders or Other Related Persons**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE & CO. & SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R. GRACE N.V. (NETH.)

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ► U.S. Dollar 1.0000000

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade (inventory)					
2 Sales of property rights (patents, trademarks, etc.)					
3 Compensation received for technical, managerial, engineering, construction, or like services.					
4 Commissions received					
5 Rents, royalties, and license fees received					
6 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income).					
7 Interest received					
8 Premiums received for insurance or reinsurance.					
9 Add lines 1 through 8	0.	0.	0.	0.	0.
10 Purchases of stock in trade (inventory)					
11 Purchases of tangible property other than stock in trade					
12 Purchases of property rights (patents, trademarks, etc.)					
13 Compensation paid for technical, managerial, engineering, construction, or like services.					
14 Commissions paid					
15 Rents, royalties, and license fees paid					
16 Dividends paid					
17 Interest paid					
18 Add lines 10 through 17	0.	0.	0.	0.	0.
19 Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . .					
20 Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . .		81,570,108.			

For Paperwork Reduction Act Notice, see page 1 of the instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

CAA 9 5471M1 NTF 20515A

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W. R. GRACE & CO. & SUBSIDIARIES
W.R. GRACE N.V. (NETH.)

Statement 1
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
INCOME TAXES PAYABLE	58,548	59,000
INTER CORPORATE BAL. WITH		-59,000
	-----	-----
Total	58,548	0
	=====	=====

000819 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury
Internal Revenue Service**Information Return of U.S. Persons With
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

File In Duplicate(see **When and
Where To File** in the
instructions)

Name of person filing this return W. R. GRACE & CO. & SUBSIDIARIES	A Identifying number 65-0773649
Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address) 5400 BROKEN SOUND BLVD. - SUITE 300	B Category of filer (See page 2 of the instructions. Check applicable box(es): (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4) <input checked="" type="checkbox"/> (5) <input checked="" type="checkbox"/>
City or town, state, and ZIP code BOCA RATON, FL 33487	C Enter the total percentage of voting stock of the foreign corporation you owned at the end of its annual accounting period 100%
Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000	

D Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.Enter the foreign corporation's functional currency ▶ **New Zealand Dollar**

1a Name and address of foreign corporation GRACE (NZ) LTD. 20 MOHUIA CRESCENT PORIRUA, NEW ZEALAND		b Employer identification number, if any	
		c Country under whose laws incorp. NEW ZEALAND	
d Date of incorporation 1/16/98	e Principal place of business NEW ZEALAND	f Principal business activity code number (NEW) 325900	g Principal business activity OTHER CHEMICAL PRODUCT MFG

2 Provide the following information for the foreign corporation's accounting period stated above.

a Name, address, and identifying number of branch office or agent (if any) in the United States	b If a U.S. income tax return was filed, please show:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
c Name and address of foreign corporation's statutory or resident agent in country of incorporation	d Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different TOM PORTER	

Schedule A Stock of the Foreign Corporation**Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
ORDINARY	100	100

Part II -- Additional Information for PREFERRED Stock(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

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Form **5471** (Rev. 1-99)

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